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August 6, 2004 **RECEIVED**

AUG - 6 2004

Federal Communications Commission  
Office of Secretary

**BY COURIER**

Marlene H. Dortch, Secretary  
Federal Communications Commission  
Office of the Secretary  
c/o Natek, Inc.  
236 Massachusetts Avenue, NE  
Suite 110  
Washington, DC 20002  
Attn: Wireline Competition Bureau

Re: MCCC ICG Holdings LLC and ICG Communications, Inc.  
Docket No. WC-04-290

Dear Ms. Dortch:

MCCC ICG Holdings LLC ("Buyer") and ICG Communications, Inc. ("ICG," together with Buyer, the "Applicants") hereby respond to informal inquiries raised by Staff in connection with the above-captioned filing. In connection with those inquiries, Applicants state, to the best of their information and belief, as follows:

- 1) **10% or Greater Owners:** Applicants confirm immediately following the transaction there will be no other 10% or greater shareholders other than those shown in the Application.
- 2) **Affiliate Information:** Applicants confirm that M/C Venture Partners and its affiliates (together "M/C Venture") and Columbia Capital III, LLC and its affiliates (together "Columbia Capital"), in some instances through intervening holding companies, hold interests exceeding 10%, in other licensed telecommunications carriers. The magnitude of each of those interests is as follows:

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M/C Ventures

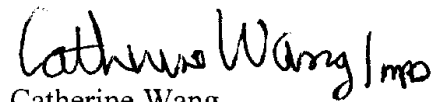
Cavalier Telephone Corp.	-	47%
Elantic Telecom, Inc.	-	67%
Florida Digital Network, Inc.	-	52%
Newsouth Communications, Inc.	-	17%

Columbia Capital

Dominion 700, Inc.	-	33%
Coral Wireless, LLC	-	27%
WCS Wireless, LLC	-	33%
Florida Digital Network, Inc.	-	13%

Applicants emphasize however that the proposed transactions are not expected to affect the relationship between M/C Ventures and Columbia Capital and their respective other affiliates.

Respectfully submitted,



Catherine Wang

Tamar Finn

cc: Edward Quill, Esq.